

Charter Start: Board Best Practices Handouts

'MUST HAVE' Criteria

Brainstorm with your board development committee or nominating committee what characteristics you feel your board members **MUST HAVE**.

[illegible]

'WOULN'T IT BE NICE' Criteria

Brainstorm with your board development committee or nominating committee what characteristics you feel would be nice to have on your board.

[illegible]

‘NEVER IN A MILLION YEARS’ Criteria

Brainstorm with your board development committee or nominating committee what characteristics you feel your board members **MUST HAVE**.

‘Never in a Million Years’ Characteristics of Board Members for our School.

Adapted from Gottlieb, H. (2001) Board Recruitment & Orientation

Board of Directors Self-Evaluation

The following table can be used by all board members and the chief executive to get an impression of how well the board is doing. The table is a rather basic form for board evaluation. But, if the evaluation is conducted wholeheartedly, the form should indicate how the board is generally doing in conducting its role.

Each member and the chief executive should complete the form about four weeks before a board retreat. Members attach suggestions about how the board could get higher ratings for any or all of the following 14 considerations.

Ideally, someone outside the organization receives the completed forms, collates the results and write a report indicating the number of respondents who rated the board for each of the 12 considerations.

	Considerations	5 Very Good	4 Good	3 Ave.	2 Fair	1 Poor
1	board has full and common understanding of the roles and responsibilities of a board					
2	board members understand the organization's mission and its products / programs					
3	structural pattern (board, officers, committees, executive and staff) is clear					
4	board has clear goals and actions resulting from relevant and realistic strategic planning					
5	board attends to policy-related decisions which effectively guide operational activities of staff					
6	board receives regular reports on finances/budgets, products/program performance and other important matters					
7	board helps set fundraising goals and is actively involved in fundraising (<i>nonprofit</i>)					
8	board effectively represents the organization to the community					
9	board meetings facilitate focus and progress on important organizational matters					
10	board regularly monitors and evaluates progress toward strategic goals and product/program performance					

11	board regularly evaluates and develops the chief executive					
12	board has approved comprehensive personnel policies which have been reviewed by a qualified professional					
13	each member of the board feels involved and interested in the board's work					
14	all necessary skills, stakeholders and diversity are represented on the board					

Please list the three to five points on which you believe the board should focus its attention in the next year. Be as specific as possible in identifying these points.

- 1.
- 2.
- 3.
- 4.
- 5.

Written by [Carter McNamara, MBA, PhD, Authenticity Consulting, LLC](#). Copyright 1997-2008.
Adapted from the [Field Guide to Developing and Operating Your Nonprofit Board of Directors](#)
http://managementhelp.org/boards/brd_eval.htm



Governance Check-Up

a help sheet from Nathan Garber & Associates

Have each board member complete this form individually and anonymously. Compile and compare the answers.. If directors answer YES to all the questions applicable to your organization, your governance systems are probably performing well. Answering "NO" indicates the need for board and/or organizational development work. Answering "DON'T KNOW" suggest topics for board orientation sessions.

	YES	NO	DON'T KNOW	DOESN'T APPLY
1. Our mission/vision/purpose statement clearly communicates what we want to achieve				
2. Our values and beliefs are clearly stated and reflected in all our programs and activities				
3. We have a strategic plan that guides our Board, staff and volunteers.				
4. Our board and committee meetings are well-attended				
5. Conflicts among directors do not interfere with the Board's work.				
6. Most Board members attend our special events				
7. Our financial monitoring and control systems enable us to quickly identify errors and protect us from most criminal activities.				
8. The Board's relationship with the CEO is one of mutual trust and respect				
9. The roles of Board members and Staff complement each other, and do not conflict.				
10. Our CEO's performance is evaluated frequently enough.				
11. Board members make annual financial contributions and support special campaigns				
12. Our financial expenditures are in line with our objectives and priorities.				
13. The quality and quantity of our programs and activities is consistent with our resources.				
14. Our members, donors, and funders are kept aware of our major decisions and financial condition.				
15. Our Board members and officers are carefully recruited and selected.				
16. The organization provides adequate orientation, training, and evaluation for Board members, staff, and volunteers.				
17. The Board has adequate measures to prevent conflicts of interest.				
18. Our personnel practices and procedures provide adequate protection from, and recourse for, acts of abuse or harassment.				
19. We have reason to be optimistic about our ability to deal with whatever the future brings in the next 3 years.				
20. I am proud to be a Director of this organization.				



Agenda

February 10, 2009 – 6:00 p.m.

Present: (voting members in bold)

Tim Martin (President)	Lorette Williams	Melissa Allen (Senior Staff Advisor)
Brent Pitts (Vice President)	Pat Madigan	Suzanne Gregg (Ed. Director)
Paul Marosvari (Treasurer)	Rick Just	Suzanne Burton (Administrator)
Heidi Holland	Sue Myers	Teresa Schmalz (Fiscal Manager)
Oliver Fritsch (At-large Parent Rep.)	Heather Dennis (Family Council)	Lisa VanDercar (Development Director)
Dave Wagers (At-large Parent Rep.)	Gary Maxwell	Other attendees:

Our Vision

ANSER's vision is to educate the whole child in a collaborative learning community where individuals are inspired to achieve their academic potential, be self-motivated and feel a sense of connection and responsibility to the world.

Our Mission

ANSER's mission is to foster learning that imagines a better world and works toward realizing it; set high academic standards; promote creativity, discovery, reflection and balance; embrace diversity; and use developmentally appropriate practices and real-world experiences to educate within a climate of collaboration, community, character, and compassion.

	<i>Agenda Item</i>	<i>Presenter</i>	<i>Presentation</i>	<i>Issues/Planned Action</i>
6:00 pm	Open Meeting			
	Introductions			
	<i>Minutes:</i>			
	Hurray for ANSER	All		
	<i>Minutes:</i>			
6:05 pm	Youth Report –	Katie Allen		► Update on the activities of the ANSER Youth Council
	<i>Minutes:</i>			
6:15 pm	Agenda Review	All	Review	► Approval
	<i>Minutes:</i>			
	Previous Minutes	All	Action	► Vote to approve minutes of 01/13/09
	<i>Minutes:</i>			
	Reports			
6:20 pm	Finance Committee	Paul/Suz B.	Update/Action	► January financial statement ► Approve FY10 budget calendar ► State budget holdback update and detail
6:35 pm	<i>Minutes:</i>			
	Organization	Suzanne B.	Update	► Lottery/available slots for 2009-2010
	<i>Minutes:</i>			
6:40pm	Facilities Committee	Pat Madigan, Suzanne B., Brent Pitts	Update/Action/ Exec Session pursuant to IC 67-2345(c)	► Update on negotiations and financing
	<i>Minutes:</i>			
7:30 pm	Capital Campaign Committee	Lisa V.	Update	► Regular update on the capital campaign
	<i>Minutes:</i>			



Present: (voting members in bold)					
Tim Martin (President)	X	Lorette Williams	X	Melissa Allen (Senior Staff Advisor)	X
Brent Pitts (Vice President)	X	Pat Madigan	X	Suzanne Gregg (Ed. Director)	X
Paul Marosvari (Treasurer)	X	Rick Just	X	Suzanne Burton (Administrator)	X
Heidi Holland	X	Sue Myers	X	Teresa Schmalz (Fiscal Manager)	X
Oliver Fritsch (At-large Parent Rep.)	X	Heather Dennis (Family Council)	X	Lisa VanDercar (Development Director)	
Dave Wagers (At-large Parent Rep.)	X	Other attendees: Sam Langston, Teresa England, Anne Moore, Terry Wibbels, Brianna Gask-Wilson, Kelly McLeod, Kelly Selvage, Lisa Cates			
<div>Our Vision</div> <p>ANSER's vision is to educate the whole child in a collaborative learning community where individuals are inspired to achieve their academic potential, be self-motivated and feel a sense of connection and responsibility to the world.</p> <div>Our Mission</div> <p>ANSER's mission is to foster learning that imagines a better world and works toward realizing it; set high academic standards; promote creativity, discovery, reflection and balance; embrace diversity; and use developmentally appropriate practices and real-world experiences to educate within a climate of collaboration, community, character, and compassion.</p>					
	Agenda Item	Presenter	Presentation	Issues/Planned Action	
6:00 pm	Open Meeting				
	Introductions			► All staff will be present and introduced to the Board	
	Minutes: Introductions of staff and Board members were made.				
6:10 pm	Annual Ice Cream Social with all staff			► This is an annual opportunity for the Board to mingle with staff.	
	Minutes:				
6:30 pm	Hurray For ANSER	All			
	Minutes: There was a great article in the Idaho Statesman about ANSER's facility efforts. The first cross country meet was held last week. About a dozen ANSER students are participating under the direction of four volunteer coaches. The junior high reports that for the first time every, all students returned their beginning of school forms on time.				
6:35 pm	Agenda Review	All	Review	Approval	
	Minutes: Lisa VanDercar is ill, so there will be no Capital Campaign report. A brief Governance Committee report will be included in the Other section at the end of the meeting.				
	Previous Minutes	All	Action	Vote to approve minutes of 7/08/08	
	Minutes: Brent Pitts moved and Sue Myers seconded a motion to accept the minutes of 7/8/08 as presented. Unanimous.				
	Reports				
6:45 pm	Finance Committee	Paul	Update/Action	► August financial statement ► Annual approval of check signatories to include: Tim Martin, Brent Pitts, Paul Marosvari, Suzanne Burton, and Suzanne Gregg ► Audit update	
	Minutes: Brent Pitts moved and Rick Just seconded a motion to approve the August financials as presented. Unanimous. Paul presented the draft audited financials statements. The auditors will attend the October meeting. Any comments on the audit are due to Paul or Teresa within the next week. Lorette Williams moved and Dave Wagers seconded a motion to approve the check signatories for 2008-2009. Unanimous.				

7:00 pm	Comprehensive Campaign	Lisa VanDercar	Update/Action	► Update on the capital campaign.
	<i>Minutes:</i> No report.			
7:05pm	Facilities Committee	Pat Madigan, Suzanne B.	Update/Action/ Possible Exec Session pursuant to IC 67-2345(c)	► Update on negotiations
	<i>Minutes:</i> Pat Madigan moved to go into Executive Session pursuant to Idaho Code 67-2345 (c) to discuss matters relating to property acquisition. Brent Pitts seconded the motion. Roll call vote: Martin, yes; Pitts, yes; Marosvari, yes; Holland, yes; Wagers, yes; Fritsch, yes; Williams, yes; Madigan, yes; Just, yes; Myers, yes; Dennis, yes. The Board discussed matters relating to property acquisition. At 8:07 PM, Brent Pitts moved and Heidi Holland seconded a motion to leave Executive Session. Unanimous. Pat reported that the Boise School District is still projecting that it will be three months until the Franklin and Cole properties are put up for auction. The City is working to set up a meeting with the District to consider a potential partnership. Potential sites were discussed.			
7:35pm	President's Report	Tim Martin	Discussion	► Discuss process for strategic plan goals for 2008-2009
	<i>Minutes:</i> Tim reviewed the Strategic Plan and asked that committees/individuals submit goals and objectives for discussion at the October Board meeting.			
7:40 pm	Marketing Report	Oliver Fritsch	Update/Action	► Oliver will share his ideas for marketing.
	<i>Minutes:</i> Due to the lateness of the hour, Oliver ran over the presentation briefly and asked for time to further discuss at the October meeting. He clarified that the letter included in his presentation was submitted to him by a parent.			
7:55 pm	Other Business (Governance)			
	<i>Minutes:</i> Heidi and Lorette met today with a potential Board member. Other individuals are also under consideration.			
8:00 pm	Close Meeting Meeting adjourned at 8:30 PM.			
	Next scheduled meetings –Tuesday, October 14 at 6:00 PM.			

Best Practice for **BOARD MEETING MINUTES**

The primary purpose of board meeting minutes is to create an official record of the events that transpire during a meeting. They should be detailed enough so that a board member who did not attend the meeting can understand what occurred. However, **they are public, legal documents and carry significant weight with courts and investigating agencies.** As a result, the board should be sensitive to what is included and how it is presented.

An important positive element of minutes is that they provide an opportunity for the organization to create a record of conscientious compliance with its multiple legal obligations. For example, minutes that reflect review and approval of the annual operating budget would support the contention that the board is ensuring the financial integrity of the nonprofit. Review and approval of the annual audit demonstrates that the board is providing necessary oversight of funds held in the public trust. An annual review of insurance policies shows that the board is diligent about protecting those involved in the nonprofit and its property.

Each board member has an obligation to carefully review the minutes of each meeting for accuracy. Members who disagree with the draft minutes should bring their objection forward prior to the approval of the minutes at the next board meeting.

At a minimum, minutes should include the following:

- name of the organization
- location, date and time of meeting
- board members in attendance, excused, and absent
- other individuals present during the board meeting
- existence of a quorum (minimum number of board members entitled to vote that must be present at a meeting before any business can be transacted legally)
- a brief description of each agenda item and the action taken by the board on that item

It is not necessary, nor is it advisable, to record the name of the person who makes a motion or seconds it, or who votes for or against it. This is because in the event of a suit, it provides the plaintiffs with details about who supported or opposed the action. This provides a ready list of potential witnesses for one side or the other. Also, recording votes may suggest divisions within the board when it is far better to present a united position on a decision. However, in an effort to maintain transparency for conflicts of interest issues, abstentions or recusals should be reflected in the minutes. Also, upon request a board member who disagrees with the outcome of a vote may have his/her name noted in the minutes as a dissenting voter.

Some organizations record board meetings. The purpose should be only to provide a reference point if there is disagreement over an item in the draft minutes. As soon as the minutes are approved by the board, the minutes become the legal record and the recording should be destroyed. Approved minutes should be kept in a safe place with other permanent records.

From: www.entrepreneurship.org The Kauffman Foundation

Individual Board Member Self-Evaluation

Use the following questions for individual board member evaluation. For board members answering yes to these questions, they are likely to be fulfilling their responsibilities as board members.

	Yes	No	Not Sure
1. Do I understand and support the mission of the organization?			
2. Am I knowledgeable about the organization's programs and services?			
3. Do I follow trends and important developments related to this organization?			
4. Do I assist with fund-raising and/or give a significant annual gift to the organization?			
5. Do I read and understand the organization's financial statements?			
6. Do I have a good working relationship with the chief executive?			
7. Do I recommend individuals for service to this board?			
8. Do I prepare for and participate in board meetings and committee meetings?			
9. Do I act as a good-will ambassador to the organization?			
10. Do I find serving on the board to be a satisfying and rewarding experience?			

Board and Committee Member Matrix

Board Positions	Candidates	Organization	Title or Responsibility	Notes	Board Experience	Parent	Financial	Legal
Executive Committee								
President								
Vice President								
Secretary								
Treasurer								
Committee Chairs								
Development fundraising								
Marketing & Communications								
Facilities Management								
Curriculum Development								
Etc.								
Other Possible Committee Needs - Advisory								
Lottery								
Community Relations								
Building Design								
Website Development								
Grant Writing								
Legislative Issues								
Legal Affairs								
Authorizer Liaison								

Adapted from B.Geagan: Balance Business